



City of Birmingham, Alabama
Fair Park District

Request for Qualifications

for a

Development Team

Birmingham's CrossPlex Campus
Development Clusters 1A (6.5 acres) and 2B (1.7 acres)

Requested on behalf of the City of Birmingham by

BLOC Global Group
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SUBMISSION DUE DATE: November 9, 2012, 3:00 PM CST



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Request for Qualifications
Fair Park District
CrossPlex Campus: Clusters 1A and 2B

The City of Birmingham is seeking Statements of Qualifications from experienced development teams for the creation and implementation of a mixed-use development program for the CrossPlex Campus at Fair Park, with emphasis on family style restaurants and commercial retail that will complement the CrossPlex athletic facility while enhancing the historic integrity of the neighborhood. The successful respondent must demonstrate the ability and experience to implement mixed-use retail, entertainment, hospitality, and/or recreational projects. (The terms “successful respondent,” “developer,” and “development team” are used interchangeably throughout this RFQ.) The development team must present a proposed plan that demonstrates viability and sustainability, and must demonstrate how its development plan contributes to the long term growth of the Fair Park District. The selected development team, working in concert with the City of Birmingham, and a range of community stakeholders, will be responsible for the design, development, and long term management of all projects produced in accordance with an agreed upon master plan.

The City of Birmingham selection process under this Request for Qualifications will result in awarding development rights for the project to a developer. The City will enter into property management agreements, land lease(s) and/or other appropriate agreements to allow a developer to design, build, and finance each component of the project. It is the intent of the City of Birmingham to negotiate with a developer and enter into contracts for each phase of the development, and to have a development agreement serve as the controlling document for implementation of the project. The selected developer(s) will be responsible for all design, master planning, financing, pre-development and final development activities in coordination with the City of Birmingham.

I. Background

The City of Birmingham has contracted for and approved a development plan for the physical and economic revitalization of the Fair Park District. The plan document describing the revitalization and redevelopment strategy is enclosed with this Request for Qualifications. The redevelopment strategy outlined in the plan will promote a strong Fair Park and Five Points West community by focusing on creating business clusters, retaining and revitalizing existing businesses, recruiting new commercial retail businesses, strengthening the residential base, developing recreational opportunities, and updating existing infrastructure. The redevelopment plan focuses on three specific zones: (1) CrossPlex Campus, (2) CrossPlex Gateway, and (3) Ensley Avenue Corridor and Neighborhood Business District. These redevelopment zones are shown in Figure 1, and an example of how the CrossPlex Campus might be developed is shown in Figure 2.

II. RFQ Requirement – Project Goal

The development strategy for the CrossPlex Campus focuses on the development of seven commercial clusters located immediately adjacent to the CrossPlex. These seven clusters, which total approximately 45 acres, are shown in Figure 3. This Request for Qualifications (RFQ) addresses two of the clusters. Specifically, Cluster 1A (6.5 acres) is proposed for development as commercial mixed use (for hospitality-associated facilities to include sit-down full service restaurants, a hotel, and/or consumer retail). It is at the front door of the site and is particularly suited for this type of development. Cluster 2B (1.7 acres) is proposed for development as medical-clinic, professional office building, outpatient center, or

combination of these uses. Developers have the latitude to propose a more comprehensive development that would include all seven clusters and allow for increased commercial retail development. The primary objective of this RFQ is to provide necessary amenities, to this densely populated area with tremendous visibility and high day time traffic volume, which supports neighborhood growth and sustainability.

III. Neighborhood Description

Five Points West is one of many well-established communities in the City of Birmingham. It is composed of several historic residential neighborhoods and busy commercial districts along Bessemer Road. Five Points West is a predominantly working class community with housing types that range from historic single-family homes to some large multi-family housing complexes. The community is one of the most densely populated areas in the State of Alabama, and it has historically served as a regional destination for both recreation and shopping. The neighborhood has suffered decline in recent years as a result of the overall US economic recession, but several initiatives are already underway to improve conditions in the neighborhood: (1) A new West Police Precinct facility is under construction; (2) Plans for an improved Learning Tree Park have been approved; and (3) The new \$55 million Birmingham CrossPlex athletic facility has hosted many successful events since it opened in November 2011. These initiatives, combined with a revitalization plan completed in summer 2012, and the anticipated 2012 completion of the City-wide Comprehensive Plan, have positioned Five Points West to once again become a thriving and successful neighborhood of choice and regional destination in the City.

IV. CrossPlex Campus Property

A. Location and Size

The CrossPlex Campus is located on the site of the former Alabama State Fairgrounds, approximately one mile southeast of Interstate 20-59 and approximately four miles from Birmingham's Central Business District. The CrossPlex Campus is the city-owned site surrounding the Birmingham CrossPlex athletic facility. The CrossPlex Campus is located at the intersection of Bessemer Road/Highway 11 and Ensley Five Points West Avenue. Bessemer Road/Highway 11, Lomb Avenue, Fairgrounds Drive, Avenue W, and Valley Creek serve as boundaries for the CrossPlex Campus. Approximately 45 acres of developable land exist on the CrossPlex Campus. Figure 4 is an aerial photo of Fair Park that shows the location of the CrossPlex Campus and important regional and local roads.

B. Existing Facilities

In addition to approximately 45 acres of vacant land, five buildings are located on the site of the CrossPlex Campus. Of primary importance for the purposes of this RFQ is the Birmingham CrossPlex, which is the catalyst for redevelopment efforts in Fair Park. The Birmingham CrossPlex is a 750,000 square foot, multi-purpose athletic and meeting facility that opened to the public in the fall of 2011. The world-class facility features a six-lane oval hydraulic running track, eight 60-meter lanes for sprint and hurdle events, and a 50-meter indoor Olympic swimming pool. An additional warm-up pool is planned for addition to the facility in 2013. The indoor track facility accommodates 4,000 spectators, the indoor pool natatorium accommodates 1,300 spectators, and the meeting space accommodates up to 500 guests. The CrossPlex is connected to the W.F. Bill Harris Fair Park Arena, a 6,000-seat facility that hosts local sporting events and concerts. Respondents may visit the CrossPlex website to learn more about the Birmingham CrossPlex athletic facility. (<http://www.birminghamal.gov/birminghamcrossplex.aspx>)

Several other buildings with civic uses exist on the CrossPlex Campus. The Horticulture Division of the Department of Public Works is located on approximately nine acres of the CrossPlex Campus south of the CrossPlex facility. Facilities related to the operations of the Horticulture Division include a combination of permanent structures, greenhouses, and several acres of open land and plots for plantings. Birmingham's Fire Station #20 serves primarily the Five Points West Community. The station, located at 4825 Avenue W, occupies the southernmost corner of the CrossPlex Campus near the location that Avenue W crosses over Valley Creek. Behind the fire station is a large tract of land used by the Fire Department for training. The Birmingham Police Department Mounted Patrol horse stables are located on Fairgrounds Drive within the CrossPlex Campus. The United States Postal Service Fairview Branch is located near the northern boundary of the CrossPlex Campus and is accessible via Lomb Avenue and Fairgrounds Drive. The City of Birmingham is considering relocating Birmingham Fire Station #20 and Birmingham Police Department horse stables from the CrossPlex Campus to new locations.

C. CrossPlex Facts and Statistics

As noted above, the Birmingham CrossPlex is the catalyst for redevelopment in the Fair Park District. For 2012, the facility's first full year of operation, over thirty single and multi-day events were scheduled for the CrossPlex, including the AHSAA State Track Championship, Southern Conference Track & Field Championships, and Conference USA Track & Field Championships. Events have included youth, high school, and college sporting events. By 2015, the CrossPlex is projected to host 185 events, have 275 event days of exposure, and attract over 200,000 athletes and spectators annually. Records kept for 2012 suggest that the facility is on track to meet these projections.

Birmingham CrossPlex Projected Usage 2011 - 2015										
Date	Track & Field	Swim	Volleyball	Water Polo	Programs	Fest.	Misc.	Total Events	Estimated Total Attendance	Event Days Exposure
Nov 2011 through Mar 2012	28	3	0	0	0	0	20	50	50,000	70
2012 (Jan – Dec)	40	8	4	2	10	1	36	101	100,000	146
2013	50	12	5	3	18	2	50	140	140,000	204
2014	60	15	7	4	22	2	50	160	170,000	239
2015	70	29	9	5	24	2	50	185	200,000	275
Source: Birmingham CrossPlex, Mr. AJ Holzherr, Marketing Manager, Provided to BLOC November 2011.										

V. Property Detail

A. Regulatory

Zoning

The CrossPlex Campus is zoned a Community Business District (B3). Two small tracts within the CrossPlex Campus – the post office parcel and the area along an abandoned rail line – are zoned Planned Recreation District (PRD), a zoning category that allows for uses such as recreational facilities and associated commercial uses ranging from athletic fields to theaters to commercial activities. The map in Figure 5 provides detailed zoning information for the Fair Park District.

Commercial Revitalization District

The CrossPlex Campus is located within the Five Points West Commercial Revitalization District. The City of Birmingham created a program for Commercial Revitalization Districts to promote revitalization of business and cultural districts within the city. New projects within the Commercial Revitalization District must meet the City's standard design guidelines and be approved by the City's design review committee. A copy of the standard design guidelines for commercial revitalization districts is available in the enclosed plan document for the Fair Park District or through the City's Department of Planning, Engineering, and Permits.

B. Utilities, Fire and Rescue, and Infrastructure

The CrossPlex Campus has access to water, sewer, gas, electricity, and fire safety infrastructure (hydrants, water lines, and fire stations). The CrossPlex Campus is located in Fire Medic Unit R220, and Fire Station #20 is located on the CrossPlex Campus. The City of Birmingham understands that an infrastructure analysis of the two development clusters must be completed prior to development.

C. Parking Requirements

The CrossPlex Campus' B3 zoning classification dictates that off-street parking be provided in an amount equal to one-half the requirements listed below:

- *Business, professional or public office building, studio, bank, medical or dental clinic.* Three parking spaces plus one additional parking space for each four hundred square feet of floor area over one thousand.
- *Hotel.* One parking space for each three sleeping rooms, suites or dwelling units, plus one space for each four hundred square feet of commercial or office floor area contained therein.
- *Restaurant, night club, cafe or similar recreation or amusement establishment.* One parking space for each hundred square feet of floor area.

(City of Birmingham Zoning Ordinance, pg 2-9, 5-1.
<http://www.birminghamal.gov/pdf/pep/ZONING%20ORD.UPDATED2-8-2012.pdf>).

D. Flood Zone Map

Clusters 1A and 2B of the CrossPlex Campus are not located in FEMA Flood Zones. The map in Figure 6 provides more detailed flood zone information.

VI. Content of Submission and Required Developer Information

Respondents must submit the following documentation in the order listed, which will serve as the Statement of Qualifications.

1. Company Profile

The company profile should include the company's legal name, office address, telephone and fax numbers, email address, and web site. A brief narrative statement describing the respondent's organization and current and past development activities should be included in the profile. The company profile should also include its corporate structure with an organizational chart.

2. Approach to Development Project

Describe the company's approach to the development of the CrossPlex Campus Clusters 1A and/or 2B through a narrative statement that describes the respondent's knowledge and/or experience with mixed-use development programs (to include a conceptual site plan for Clusters 1A and/or 2B). The respondent may also provide a comprehensive conceptual plan for the development of the balance of the CrossPlex Campus.

3. Project Team

Include the names and resumes of key personnel who will constitute the Development Team under this request.

4. Mixed-Use Development Experience

Include a description of the scope and nature of mixed-use development experience. Provide a listing of representative projects over the past ten years with the following information for each project:

- A. Name and location of development
- B. Team members directly involved, including corporate and individual
- C. Total project development costs
- D. Total project construction costs
- E. Financing methods and funding sources
- F. Commencement and completion dates
- G. Name and contact information of client/owner
- H. Any ongoing professional relationship that continues to exist with the development

5. Public/Private Partnerships

Describe the respondent's experience in structuring successful public private partnerships with municipal entities or public authorities.

6. Real Estate Development Capabilities and Real Estate Financing Methods

Describe the respondent's capabilities, experience, and methods related to the following real estate development activities:

- A. Leasing
- B. Full service real estate development
- C. Retail development and construction experience to include hotels
- D. Medical development and construction experience
- E. Construction management
- F. Property management
- G. Lead developer financial statement and corporate default, if any
- H. Real estate financing methods

7. References

Include five (5) corporate references containing at least one banking reference and two current or recent client references for development projects that the respondent has successfully completed within the past fifteen years.

8. Respondent shall certify that it will not enter into, execute, or be a party to any covenant, agreement, lease, deed, assignment, conveyance, or any other written instrument, which restricts the development, or any part thereof, or any improvements placed thereon, upon the basis of national origin, race, religion, sex or color. Respondent shall certify that it is in compliance with all federal, state and local laws, in effect from time to time, prohibiting discrimination or segregation and that it will not discriminate, by reason of national origin, race, religion, sex or color in the facilitation of the development.

9. Historically Under-Utilized Business Enterprise Participation

Respondent shall acknowledge and agree that the City, as a matter of public policy, encourages participation of minority- and women-owned and other disadvantaged business enterprises to the maximum extent possible. This policy includes historically under-utilized business enterprises such as architectural firms, engineering firms, investment banking firms, other professional service providers, and construction contractors as part of the City's business, economic and community revitalization programs.

10. Immigration Act Compliance

(a) Respondent must certify that it does not knowingly employ, hire for employment, or continue to employ an "unauthorized alien", as defined by the Beason-Hammon Alabama Taxpayer and Citizen Protection Act, Act No. 2011-535 (H. B. 56) (the "Act") and that during the performance of any Agreement with the City of Birmingham related to the development, respondent shall participate in the E-Verify program and shall verify every employee that is required to be verified according to the applicable federal rules and regulations.

(b) Respondent must require all contractors providing work on the development to comply with all applicable provisions of the Act. Respondent shall represent and warrant that Respondent shall not hire, retain or contract with any contractor which Respondent knows is not in compliance with the Act.

VII. Directions for Submission

All Statements of Qualifications must be submitted in a three-hole binder with tabbed numbers for each identified section. All materials must be submitted in an 8.5" x 11" format. Respondents must submit an original, clearly marked and containing original cover letter with a formal expression of interest, along with 5 copies by November 9, 2012 at 3:00 PM CST, without exception, at the following address, to be deemed responsive and eligible for consideration:

**City of Birmingham, Alabama
Tracey Morant Adams, Director of Economic Development
City Hall/Third Floor
710 North 20th Street
Birmingham, AL 35203**

Proposals sent by overnight delivery service will be considered timely filed if date stamped at least one (1) day before the date set for receipt of proposals and time stamped at a time that should have, pursuant to the express policy of the overnight delivery service used, permitted delivery at the date, time and place set for receipt of proposals. The burden of proof to establish timely filing of a proposal by overnight delivery service shall be solely upon the entity or person submitting the proposal. It is the respondent's obligation to ensure the required submission arrives in a timely manner at the specified location. Any proposal which is not properly marked addressed or delivered to the submission place, in the required form, by the required submission date and time will be ineligible for consideration.

To assure that the respondent's Statement of Qualifications arrives at the proper place, on time, and to prevent opening by unauthorized individuals, packages containing submissions, must be identified on the outside, as follows:

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Development Team
Crossplex Campus Clusters 1A and 2B
Due: November 9, 2012 at 3:00 PM CST

Formal communication, such as requests for clarification and/or information concerning this solicitation shall be submitted in writing to Tracey Morant Adams at the above address. No information concerning this solicitation or requests for clarification will be provided in response to telephone calls.

VIII. SCHEDULE

The anticipated schedule for this RFQ, selection of Respondent(s) and contract approval is as follows:

1. RFQ Available-- September 25, 2012
2. Pre-Submission Conference Call-- October 15, 2012, 10:00 AM CST
3. Questions Due --October 19, 2012, 3:00 PM CST
4. Response to Written Questions --October 24, 2012, 5:00 PM CST
5. Submittals Due --November 9, 2012, 3:00 PM CST
6. Selection of Shortlist Candidates--November 16, 2012
7. Interviews and Site Visits Completed-- December 21, 2012
8. Final Selection of Developer-- January 11, 2013
9. Execution of MOU-- February 4, 2013

Once a developer has been selected, the developer will have nine (9) months to flesh out the concept, secure tenants, secure financing, etc. Construction should be scheduled to begin within twelve to eighteen (12 to 18) months of award.

Pre-Submission Conference Call

A pre-submission conference call will be held on October 15, 2012 at 10:00 a.m. CST to answer any questions or provide clarifications. A tour of the site and the surrounding neighborhood will be scheduled through the City of Birmingham Economic Development Department. It is strongly recommended that all interested respondents participate on the pre-submission conference call.

Questions

Questions and inquiries regarding this RFQ may only be submitted in writing (e-mail is acceptable and preferred) and should refer to the specific paragraph in question. All inquiries must be received by October 19, 2012 at 3:00 PM CST and should be submitted by email to: Tracey Morant Adams or Griffin Lassiter, or by mail to: City of Birmingham Department of Economic Development, Attn: Tracey Morant Adams City Hall/Third Floor, 710 North 20th Street, Birmingham, AL 35203. The City will respond to all questions in writing and those responses will be posted on the City of Birmingham website by October 24, 2012 at 5:00 PM CST.

IX. Point of Contact

Tracey Morant Adams (Tracey.Adams@ci.birmingham.al.us)
Griffin Lassiter (Griffin.Lassiter@ci.birmingham.al.us)

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Office of Economic Development
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